

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
AT NASHVILLE

GLOBAL FORCE)	
ENTERTAINMENT, INC., and)	
JEFFREY JARRETT,)	
)	
Plaintiffs/)	
Counter-Defendants,)	CIVIL ACTION NO.
)	3:18-cv-00749
)	
vs.)	CHIEF JUDGE CRENSHAW
)	
ANTHEM WRESTLING)	MAGISTRATE JUDGE JOE
EXHIBITIONS, LLC,)	BROWN
)	
Defendant/)	JURY DEMAND
Counterclaim-Plaintiff.)	
_____)	

Videotaped Deposition of:

EDWARD NORDHOLM

Taken on behalf of the Plaintiffs/Counter-Defendants

December 3, 2019

Commencing at 8:47 a.m.

Reported by: Florence Kulbaba, LCR

Tennessee LCR No. 070

Expires: 05/07/23

Brentwood Court Reporting Services

(615) 791-6983 *** (888) 991-DEPO

1 Q. What is your title, if any, with Anthem
2 Wrestling Exhibitions, LLC?

3 A. President of that company.

4 Q. Do you mind if I refer to Anthem Wrestling
5 Exhibitions, LLC, as Anthem Wrestling?

6 A. No. I don't mind.

7 Q. You've previously been deposed in this case;
8 is that correct?

9 A. Yes.

10 Q. So I'm going to spare you going through all of
11 the rules of the deposition, but if you -- you
12 understand that you're here today testifying under
13 penalty of perjury under U.S. law; is that correct?

14 A. Yes. I do.

15 Q. If you don't understand a question today will
16 you tell me?

17 A. Yes.

18 Q. If a question is confusing, will you tell me
19 that?

20 A. Yes.

21 Q. I'd ask that you answer --

22 THE WITNESS: Can you hear me?

23 COURT REPORTER: Yes.

24 THE WITNESS: Do I need to speak up?

25 Sorry.

1 A. Yes.

2 Q. What is it?

3 A. It is a corporate chart.

4 Q. Who prepared this corporate chart?

5 A. I don't know.

6 Q. What is the corporate chart, what entity or
7 what conglomerate?

8 A. Showing the ownership of Anthem Sports and
9 Entertainment Corp., who it's owned by and what it owns
10 as at a date prior to, it looks like it's -- I'm not
11 sure as to what its currency date is, but it's not the
12 current ownership.

13 Q. Would this have been the corporate structure
14 for, or the corporate relationship between Anthem
15 Sports and Entertainment Corp. of Ontario and Anthem
16 Wrestling Exhibitions, LLC?

17 A. For the period up until September 9, almost
18 correct, yes. I think there's one error on it I see.

19 Q. What is the error?

20 A. It's showing Fight Media, Inc., which is the
21 incorrect name of the company, Delaware, and that
22 should be Fight Media Group, Inc., and that they're
23 showing it as 100 percent owner of Anthem Wrestling
24 Entertainment, LLC, which is not quite correct.
25 There's some -- at the time there was some minor --

1 minor ownership to the management team.

2 Q. Mr. Nordholm, there's a little bit of
3 background noise from the vent above you; would you
4 mind speaking up a little bit louder?

5 A. Sorry. You want me to repeat it then?

6 MR. MILLER: If the court reporter heard
7 it --

8 COURT REPORTER: I got it, but if you
9 could keep your voice up, that'd be great.

10 THE WITNESS: Okay. Thank you. Sorry.

11 BY MR. MILLER:

12 Q. So the reason this was produced to us is, are
13 you -- well, let me ask you, are you familiar with the
14 person, is it Niral Merchant?

15 A. Yes.

16 Q. And who is Niral Merchant?

17 A. He is the chief financial officer of Anthem
18 Sports & Entertainment Corp.

19 Q. What if any is his relationship to Anthem
20 Wrestling Exhibitions, LLC?

21 A. None.

22 Q. He has no relationship?

23 A. Well, other than he is the chief financial
24 officer of Anthem Sports & Entertainment Corp., which
25 is -- indirectly owns 94-plus percent of Anthem

1 itself, has got the table in its name.

2 Q. Okay. So the Anthem Wrestling that my clients
3 have sued in this case is the Anthem Wrestling
4 Entertainment, LLC, but the Entertainment is a typo and
5 should be Exhibitions --

6 A. Correct.

7 Q. -- is that true? Thank you. Who currently
8 owns Anthem Wrestling?

9 A. There is a new holding company, there's --
10 this company here that's called U.S. Anthem isn't
11 obviously it's real name, but there is a company --
12 that first level company is Anthem Sports &
13 Entertainment, Inc., which is a Delaware corporation,
14 and below that is another company called ASE U.S.
15 Holdings, Inc., a Delaware company, and below that it
16 would be the direct owner of the equity of Anthem
17 Wrestling Exhibitions, LLC.

18 Q. Who are the officers, if any, of Anthem
19 Wrestling?

20 A. Myself, Scott D'Amore, Don Callis. I don't
21 know whether I'm also the secretary, as well as
22 president. I don't recall whether we have a separate
23 secretary or, those are the officers I'm aware of.

24 Q. Is Mr. Len Asper, is he an officer?

25 A. He's not an officer. He's a member of the

1 Toronto?

2 A. Anthem -- either Anthem Sports & Entertainment
3 Corp., or Fight Media, Inc., one of the two would have
4 been the party that bought the technology.

5 Q. So the production masters were stored in
6 either Fight Media -- is that Fight Media Group?

7 A. No. Fight Media Inc., a Canadian subsidiary.

8 Q. So GFW Amped Anthology, Part 1, 2 and 3
9 masters were stored, production masters were stored in
10 either Fight Network, you said?

11 A. Fight Media, Inc., would be the company.

12 Q. Fight Media Inc., in Canada, or Anthem Sports
13 & Entertainment, Canada?

14 A. At Liberty Street, yes.

15 Q. Has that content been deleted?

16 A. It shouldn't have been, no.

17 Q. I'll now show you what we're going to mark as
18 Exhibit 131.

19 (Marked Exhibit No. 131.)

20 BY MR. MILLER:

21 Q. Do you recognize this e-mail from you to Jeff
22 Jarrett dated 4-20-2017?

23 A. I recognize it, yes.

24 Q. Is this a true and correct copy of an e-mail
25 sent by you to Jeff Jarrett dated 4-20-2017?

1 for the compensation that I knew we weren't going to
2 come to terms on until we stopped selling.

3 Q. Why did you know that you weren't going to
4 come to terms on it?

5 A. The goalpost that they set as to what they
6 thought was the right price was, in our minds,
7 outrageous.

8 Q. So if they had said -- if -- if my clients
9 said they wanted \$600,000 for the content, as we sit
10 here today Anthem Wrestling couldn't pay that amount,
11 could they?

12 A. They couldn't pay it and wouldn't pay it.

13 Q. Couldn't, as in could not afford to pay it?

14 A. Correct.

15 Q. If in this case my clients obtain a judgment
16 of 600,000 in U.S. dollars-plus, is Anthem going to
17 file for bankruptcy?

18 MR. LEE: Objection to the form of the
19 question.

20 THE WITNESS: I'm not going to speculate
21 on what we would do if you got a judgment.

22 BY MR. MILLER:

23 Q. So even if we obtained a judgment today Anthem
24 doesn't have the liquidity to write a check for
25 \$600,000 today?

1 A. I don't know whether we'd be able to, or not.

2 Q. What would you need to know to know whether
3 you'd be able to?

4 A. Well, how we would handle a judgment in Anthem
5 Wrestling would be dependant upon liquidity in the
6 overall organization and whether we would appeal the
7 judgment; all kinds of things we'd look at.

8 Q. I'm going to show you what we'll mark as
9 Exhibit 138.

10 (Marked Exhibit No. 138.)

11 BY MR. MILLER:

12 Q. And I'm showing that to you now, you may need
13 to pinch or squeeze to make it bigger or smaller,
14 that'll help you see it. This is a spreadsheet that
15 was produced by your counsel in response to Requests
16 for Production Nos. 2, 5, 6 and 7 of the Plaintiffs'
17 First Set of Requests, or Document Requests; have you
18 seen this spreadsheet or chart before?

19 A. I've seen the form before. I don't, don't
20 doubt that I've seen this particular one.

21 Q. Do you know who prepared this?

22 A. Looks to be prepared by either Niral or Paddy
23 Tong.

24 Q. Is Paddy Tong still with the company?

25 A. Yes.

1 year, this fiscal year?

2 MR. LEE: Objection to form. You said
3 Anthem.

4 MR. MILLER: Oh, sorry.

5 BY MR. MILLER:

6 Q. Is Anthem Wrestling predicted to be profitable
7 for this fiscal year?

8 A. No.

9 Q. And your fiscal years run when?

10 A. Pardon?

11 Q. Anthem Wrestling's fiscal years.

12 A. December 31.

13 Q. December 31 to -- so January 1 to December 31?

14 A. Correct.

15 Q. What is the anticipated loss this year for
16 Anthem Wrestling?

17 A. I don't recall. For 2019 it will be close to
18 break even before intercompany charges.

19 Q. So before the \$250,000 service charge that
20 Anthem Sports Entertainment Canada provides, or
21 charges? That was a sloppy question.

22 So Anthem Sports & Entertainment, from your
23 own previous deposition you said that Anthem Sports &
24 Entertainment charges Anthem Wrestling \$250,000 U.S.
25 per year on a services agreement; is that correct?

1 A. I think you've got the numbers confused.

2 Q. Well, what do you think the numbers are?

3 A. I think the cost allocation is \$125,000, plus
4 a direct charge of the compensation expenses for the
5 employees in Canada that spend most of their time on
6 Anthem Wrestling. The \$250,000 is the licensing
7 agreement to use Impact Wrestling content on the
8 various Fight Network broadcast services throughout the
9 world.

10 Q. So when you say you're about to break even
11 this year, except for those intercompany charges, do
12 you mean the first part of your answer where you're
13 talking about compensation, or are you talking about
14 the second part of your answer?

15 A. The \$125,000, the fixed fee of 125,000? I'd
16 have to refresh, I'm not exactly sure whether it was
17 close to break even, but there are, like there's no
18 interest expense in that and from an operating
19 perspective it was close to break even, but -- and that
20 would have included, the 125,000 would have included
21 the revenue for the \$250,000 from the licensing fee for
22 using the content on Fight Network broadcast assets,
23 but would not include, would not include interest on
24 the debt.

25 Q. What is the amount of debt?

1 MR. MILLER: You can answer. Go ahead.

2 MR. LEE: You said Anthem again.

3 THE WITNESS: Oh, sorry.

4 MR. MILLER: Oh. That's fine. You can
5 go ahead.

6 THE WITNESS: The Amped content has never
7 been displayed on Pluto, Twitch, or Pop or AXS.

8 BY MR. MILLER:

9 Q. How do you know that?

10 A. Hum? Because we haven't, and it's not where
11 we would send it.

12 Q. I'm sorry?

13 A. That's not where we would send it.

14 Q. Okay. Has Anthem advertised merchandise
15 through its broadcast on Pop TV?

16 A. Other than...

17 Q. Go-to-our-shop kind of link?

18 A. It probably has, lower third, say Shop Impact
19 from time to time on the show.

20 Q. Do you know whether that reference on PopTV
21 has led to any purchase of Amped DVDs?

22 A. I don't know.

23 Q. Does Anthem track that in any way?

24 A. No.

25 Q. What is Fight Network?

1 A. It's a television broadcast service owned by
2 Anthem Sports & Entertainment Corp. through a company
3 called Fight Media, Inc.

4 Q. So Anthem Sports & Entertainment owns Fight
5 Media, Inc., Fight Media, Inc., provides the Fight
6 Network?

7 A. Yes.

8 Q. And the Fight Network that Fight Media, Inc.,
9 provides is through the U.S. or Canada?

10 A. Well, in various places. In the United States
11 that company, Fight Media Group, Inc., has the cable
12 broadcast license for Fight Network, and then in
13 international markets Fight Media, Inc., has the
14 broadcast licenses, as well as in Canada.

15 Q. All right. So --

16 A. Broadcast license agreements.

17 Q. I'm going to show you what we've previously
18 marked as Exhibit 125.

19 A. Yep.

20 Q. I want to make sure that we get this right.
21 So the Amped content, we'll use that as an example.

22 A. Uh-hum.

23 Q. The Amped content that Anthem Wrestling
24 Exhibitions, LLC, has would be provided to Fight Media
25 Group, who then would distribute it across Fight

1 Network Italy, the Turkish Network and My Combat
2 Channel, Inc.; is that accurate?

3 A. Well, my Combat Channel, Inc., is a nonactive,
4 a shelf company. It just, it has no business, no
5 active business. Fight Network Italy is no longer
6 active, but when it was active it would have run the
7 Italy version of Fight Network. And obviously the
8 Turkey company, yes, the Turkey company is active and
9 accesses the Impact Wrestling content as part of the
10 channel lineup, programming lineup for that channel in
11 Turkey.

12 Q. All right. So if we go back to Exhibit 124,
13 you've noted a couple of errors on this?

14 A. Yep.

15 Q. But at the bottom center is Anthem Wrestling,
16 mislabeled as Entertainment, should be Exhibitions,
17 LLC?

18 A. Yep.

19 Q. So at this point in time as of this chart
20 Anthem Wrestling Exhibitions, LLC, would provide the
21 Amped content to Fight Media, Inc., Delaware?

22 A. Again, that is mislabeled, but the correct
23 name of the Delaware company is Fight Media Group, Inc.

24 Q. Okay. And then Fight Media Group, Inc., would
25 distribute that content where on this flowchart, or

1 where on this corporate chart?

2 A. More accurately, that Fight Media, Inc., up at
3 the top, Ontario, which runs the Fight Network in
4 Canada, we talked earlier about it having storage
5 servers and the content is, actually starts at Fight
6 Media, Inc., and that Canadian -- all of the Fight
7 Network channels, whether it be in Turkey, or the
8 United States, or Italy, or United Kingdom get fed from
9 Toronto.

10 Q. All right. So if I drew an arrow, if I drew
11 an arrow for your content distribution it would be from
12 Anthem Wrestling -- mislabeled as Entertainment --
13 Exhibitions, LLC, up to the center right of Exhibit 124
14 where it says Fight Media, Inc. (Ontario), right?

15 A. Yes.

16 Q. And from there it would be distributed to
17 Fight Network Italy?

18 A. Yes.

19 Q. And where else?

20 A. Fight Network Turkey.

21 Q. So on the far left-hand side, right?

22 A. For the corporate chart, yes, but we have a
23 channel playout facility in Toronto that takes the
24 program and sends the signal to various carriers. So
25 Fight Media, Inc., as I said has the Fight Network in

1 Canada, it provides the content for Fight Network in
2 Canada, it provides the content for Fight Network in
3 the United Kingdom, Turkey, Italy. I think that's all.

4 Q. And the U.S., right?

5 A. And the U.S. Sorry, yes.

6 Q. So it goes from Anthem Wrestling Exhibitions,
7 LLC, to Fight Media, Inc., through Anthem Sports &
8 Entertainment Corp., Ontario's services, or server, out
9 to the various Fight Networks throughout the world?

10 A. Yes.

11 Q. Why does this chart say Anthem Sports &
12 Entertainment Corp. (Ontario) Amalgamated with Fight
13 Media Group, Inc.?

14 A. Because they did.

15 Q. So they merged?

16 A. There's two different -- there was a company
17 called Fight Media Group, Inc., in a prior life, a
18 Canadian version that was -- that's parallel to what is
19 now Fight Media, Inc. I can't remember exactly why
20 they amalgamated them up into just to -- some kind of
21 tax planning thing done years ago.

22 Q. Okay. So when you say -- you said there was
23 an error at the bottom directly above Anthem Wrestling
24 Entertainment where it says Fight Media, Inc., that
25 should have been Fight Media Group, Inc.?

1 A. A Delaware Company, which is different than
2 the Canadian Fight Media Group, Inc., that in a
3 previous life had been amalgamated into Anthem Sports.

4 Q. Got it. You-all just don't like to use
5 numbers on companies to keep them straight, you like to
6 have the same names?

7 A. Yeah, something like that. I don't know.

8 Q. Okay. All right. So I'd like to better
9 understand how the content is distributed from Fight
10 Media, Inc., to Anthem Sports & Entertainment Corp. Is
11 Fight Media, Inc., Ontario, located in the same offices
12 as Anthem Sports & Entertainment Corp?

13 A. Yes.

14 Q. And they share the same servers?

15 A. Yes.

16 Q. And they share the same staff, essentially?

17 A. No. Some of it's shared, some of it's direct.

18 Q. And then Anthem Wrestling Exhibitions, LLC,
19 has some staff in Nashville and some staff at Anthem
20 Sports & Entertainment Corp, Ontario's headquarters; is
21 that right?

22 A. Yes.

23 Q. The servers for Anthem Wrestling
24 Entertainment, as in your e-mail servers, your storage
25 of data, and so forth, where are those located?

1 directly from the Nashville Aspera server.

2 Q. So what is Game TV?

3 A. It's just another television network owned by
4 Anthem Sports & Entertainment in Canada.

5 Q. Has Game TV displayed any of the Amped
6 content?

7 A. No.

8 Q. Some of the Fight Networks, whether it's U.S.,
9 Canada or international have -- I guess Canada's
10 international, and the U.S., so Fight Network in the
11 U.S. has displayed the Amped content, correct?

12 A. I don't believe it has, but -- it would
13 surprise me if it has, but I'm...

14 Q. Are you aware of any Fight Network that has
15 displayed any Amped content?

16 A. Wait. You showed me a schedule last time we
17 were together that showed it being scheduled in, and
18 that surprised me, so I take that back. It appears
19 that it did.

20 Q. And I think we covered this, but the way the
21 distribution of content to Fight Media, Inc., works is
22 there is a contract where Fight Media, Inc., pays a
23 flat fee to Anthem Wrestling Exhibitions, LLC, for
24 access to all of Anthem Wrestling's content; is that
25 correct?

1 A. Yes.

2 Q. So Fight Network has access to the entire
3 library?

4 A. Yes.

5 Q. Does any other entity other than Fight Media,
6 Inc., have access to the entire Anthem Wrestling
7 library?

8 A. No.

9 Q. Was that true in 2017?

10 A. Sorry. Which one is true, that Fight Media
11 had access or --

12 Q. Well, so in 2017 was there any entity other
13 than Fight Media, Inc., that had access to all of
14 Anthem Wrestling's content?

15 A. No. Theoretically, India had the right to
16 have access to it.

17 Q. Why do you say theoretically?

18 A. Because the contract said they're entitled to
19 all of it. And then there's sort of, complicated sort
20 of recognitions that some of it would be hard to
21 deliver, and so forth. But their contract extended to
22 all of the content in the library. Point of fact, they
23 didn't take all of it, they knew it was there if they
24 wanted to find it.

25 Q. In 2017 was there any other entity, other than

(Marked Exhibit No. 174.)

BY MR. MILLER:

Q. Do you recognize this document?

A. I don't see a number that says it came out of our production. Is it out of our production?

Q. The production number is ANTH_0007133_0001.

A. Sure.

Q. Who created this document? Let me take a step back. What is this document?

A. It's a list of all the -- updated 12/29. It's the costs -- it's a list of who would be needed at the January taping in 2018. Impact Orlando January 2018, updated 12/29. It looks like it's a preparatory budget for the taping that we were going into in January.

Q. Is that a true and correct copy of that preparatory budget, to the best of your knowledge?

A. It's a true and correct copy of the document that -- I don't think it's been tampered with, I don't know if it's the last budget, the only budget.

Q. Did Anthem Wrestling file U.S. tax returns for the year 2017?

A. Well, I'm not sure how that works because it's an LLC. I don't know whether Anthem Wrestling settles the taxes or does the shareholders of it get their taxes...

1 Q. Are you aware of any tax returns for Anthem
2 Wrestling for the year 2017?

3 A. I'm not aware of any, no.

4 Q. Are you aware of any tax returns for Anthem
5 Wrestling, U.S. tax return, for the year 2018?

6 A. No. It would be the same thing. Either if
7 the wrestling company files the return -- I'm sure a
8 return was filed. I believe because it's a flow
9 through vehicle, that the return is -- all the income
10 is attributed to the owner and the owner files the
11 return. So, I don't know, I believe there wouldn't be
12 a return of Anthem Wrestling Exhibitions, LLC, but I
13 don't know that.

14 Q. And it's your testimony today that you think
15 the return would have been filed through the parent
16 company in 2017, which would have been...

17 A. Fight Media Group, Inc.

18 Q. Fight Media Group, Inc.?

19 A. Yes.

20 Q. And the same would be true for 2018?

21 A. Correct.

22 Q. I'm now showing you what we'll mark as
23 Exhibit 175.

24 (Marked Exhibit No. 175.)

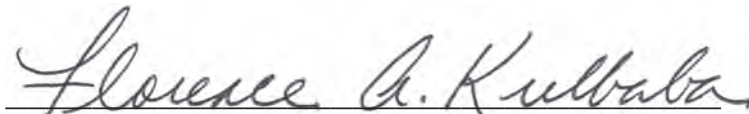
25 BY MR. MILLER:

C E R T I F I C A T E

I, Florence Kulbaba, Court Reporter and Notary Public, State of Tennessee at Large, do hereby certify that I recorded to the best of my skill and ability by machine shorthand the deposition contained herein, that same was reduced to computer transcription by myself, and that the foregoing is a true, accurate, and complete transcript of the examination under oath testimony heard in this cause.

I further certify that the witness was first duly sworn by me and that I am not an attorney or counsel of any of the parties, nor a relative or employee of any attorney or counsel connected with the action, nor financially interested in the action.

This 17th day of December, 2019.



Florence Kulbaba
LCR No. 070

My Commission Expires:

May 7, 2023